

**PROXY**  
(Sample Proxy Form for individuals)

The undersigned Shareholder of Atlas Consolidated Mining and Development Corporation ("AT" the "Corporation") hereby appoints: \_\_\_\_\_ or in his absence, the Chairman of the meeting, as attorney-in-fact and proxy, with power of substitution, to represent and vote \_\_\_\_\_ shares registered in the name of undersigned Shareholder and/or such shares as undersigned Shareholder is authorized to represent and vote at the 26 April 2018 AT Annual General Meeting of the Shareholders ("AGM" or the "Meeting") and at any of the adjournments and postponements thereof for the purpose of acting on the following matters:

**INSTRUCTION:** Indicate choice with an "X" mark in the appropriate space.

1. & 2. Approval of Minutes and Annual Report

	YES/ RATIFY	NO	ABSTAIN
1. Approval of Minutes of :the Annual General Meeting of Shareholders (AGM) held on 27 July 2017			
2. Approval of Audited Financial Statements and Annual Report for the year ended 31 Dec. 2017			

3. Election of Directors of the Corporation

Name	Vote For	Withhold Vote (Abstain)
Alfredo C. Ramos		
Frederic C. DyBuncio		
Martin C. Buckingham		
Isidro A. Consunji		
Adrian Paulino S. Ramos		
Gerard Anton S. Ramos		
Jose T. Sio		
Jay Y. Yuvallos		
Fulgencio S. Factoran Jr. (Independent Director)		
Emilio S. de Quiros, Jr. (Independent Director)		
Laurito E. Serrano (Independent Director)		

	YES/ RATIFY	NO	ABSTAIN
4. Approval of the Acts, Resolutions and proceedings of the Board of Directors and Management in 2017 up to 25 April 2018			
5. Re-appointment of SGV as External Auditor for 2017			
6. At their discretion, the proxy named above is authorized to vote upon such other matters as may properly come before the meeting			

The proxy when properly executed, will be voted in the manner as directed by the undersigned Shareholder. If no direction is made, this proxy will be voted "For" the election of all nominees and "For" the approval of the matters stated above and for such other matters as may properly come before the Meeting in the manner described in the Information Statement and/or as recommended by management or the Board of Directors.

The duly-executed proxy should be received by the Corporate Secretary not later than 5:00 p.m. on 20 April 2018. Validation of proxies shall be held on 20 April 2018 at the Office under the supervision and control of the Corporate Secretary.

A Shareholder giving proxy has the power to revoke it at any time before the right granted is exercised. A proxy is considered revoked if the Shareholder attends the meeting in person and expressed his intention to vote in person.

IN WITNESS WHEREOF, I have signed this Proxy in \_\_\_\_\_ on \_\_\_\_\_.

\_\_\_\_\_  
Printed name and Signature of Shareholder

\_\_\_\_\_  
Number of Shares Owned or Represented

\_\_\_\_\_  
Date

**SECRETARY'S CERTIFICATE**  
(Sample Proxy Form for Corporations)

I, \_\_\_\_\_, Filipino, of legal age, with office address at \_\_\_\_\_,  
after being duly sworn in accordance with law hereby state as follows:

1. I am the duly appointed Corporate Secretary of \_\_\_\_\_ ("AT" or the "Corporation"), a corporation duly organized and existing in accordance with the laws of the Philippines, with office address at \_\_\_\_\_.
2. As of record date, the Corporation holds \_\_\_\_\_ (\_\_\_\_\_) shares in Atlas Consolidated Mining and Development Corporation.
3. Based on the records, at the regular meeting of the Board of Directors of the Corporation held on \_\_\_\_\_, during which a quorum was present, the following resolution was passed and approved:

*"RESOLVED, That \_\_\_\_\_ be authorized and appointed, as he is hereby authorized and appointed, as the Corporation's proxy ( the "Proxy") to attend all meetings of the stockholders of Atlas Consolidated Mining and Development Corporation ("AT") whether the meeting is regular or special, or at any meeting postponed or adjourned therefrom, with full authority to vote the shares of stock of the Corporation held in AT and to act upon all matters and resolution that may come before or presented during meetings, or any adjournments thereof, in the name, place and stead of the Corporation.*

*RESOLVED, FNALLY, That AT be furnished with a certified copy of this resolution and AT may rely on the continuing validity of this resolution until receipt of written notice of its revocation"*

4. The foregoing resolution has not been amended, revoked or modified, is effective and valid up to this date, and contained in the corporate records in my possession.

IN WITNESS WHEREOF, I have signed this instrument in \_\_\_\_\_ on \_\_\_\_\_.

\_\_\_\_\_  
Printed Name & Signature of the Corporate Secretary

SUBSCRIBED AND SWORN to before me in the City of \_\_\_\_\_ this \_\_\_\_\_ Affiant exhibited to me his Competent Evidence of Identity by way of \_\_\_\_\_ with number \_\_\_\_\_ issued on \_\_\_\_\_ at \_\_\_\_\_.

Doc. No. \_\_\_\_\_;  
Page No. \_\_\_\_\_;  
Book No. \_\_\_\_\_;  
Series of 2018.